

Abstract

Monistic organisational structure of a Czech joint-stock company after recodification of private law.

This thesis deals with the monistic organisational structure in Czech legal system. The possibility of choosing the one-tier system was given to the Czech joint-stock companies thanks to recodification of private law, under which, effective as at 1. 1. 2014, was adopted The Business Corporation Act.

However, implementation of this obligatory option was not without difficulties. The legislator had chosen inconvenient solution when, unlike in the foreign jurisdiction, there are obligatory constituted two organs. Such a conception, based on links on the dualistic system, creates many interpretation difficulties.

In the beginning of this thesis, I introduce internal organisational structures in the view of broader framework of corporate governance. Further, I characterize various organisational structures, classify them and point out their differences.

The main focus is on the third chapter. First, I describe the development of the Czech legislation until present state. Flowingly, I characterize the Czech one-tier system, and then I analyse the organs that are in monistic organisational structure constituted. Special attention was requested by the board of directors and statutory directors. The largest part of this thesis is dedicated to defining nature and scope of their powers. The aim of this thesis was especially highlight the most pressing interpretation problems and offer acceptable answers. Finally, I briefly mention the audit committee, which is in the case of the fulfilment of legal conditions, other organ constituted in both the two-tier and one-tier model.